

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re TRANS UNION CORP. PRIVACY
LITIGATION

This Document Relates To:

ALL ACTIONS.

) Lead Case No. 00 C 4729

) MDL Docket No. 1350

) Judge Robert W. Gettleman

) Magistrate Judge Michael T. Mason

**MDL PLAINTIFFS' MOTION
FOR PRELIMINARY APPROVAL OF
PROPOSED CLASS ACTION SETTLEMENT**

Pursuant to Rule 23(e) of the Federal Rules of Civil Procedure, the MDL Plaintiffs, by and through Co-Lead Counsel, move for an Order preliminarily approving a proposed settlement in this class action litigation. In support of this motion, the MDL Plaintiffs state as follows:

1. The MDL Plaintiffs and the Defendants have reached agreement on a proposed settlement (the "Proposed Settlement"). The Proposed Settlement would resolve all of the claims pending in this matter. The Proposed Settlement requires the Defendants to provide products and services to consumers and to pay cash into a settlement fund. A copy of the Stipulation of Settlement is submitted with the Exhibits to this motion (see Appendix at Exhibit A). For the reasons set forth in the parties' Joint Memorandum filed in support of this Motion, the Court should grant the request for preliminary approval of the Proposed Settlement.

2. The Proposed Settlement would involve the certification of a Plaintiff Settlement Class under Rule 23(b)(3) of the Federal Rules of Civil Procedure. The Plaintiff Settlement Class is defined as follows:

All consumers who had an open credit account or an open line of credit from a credit grantor located in the United States during the period January 1, 1987 to the present. Excluded from the class are (a) defendants and their predecessors, affiliates, subsidiaries, officers, directors and employees; (b) counsel for any of the parties in these Actions, and (c) any and all judges and justices assigned to hear any aspect of the Actions, along with the spouses of the foregoing and any children residing in their households. Also excluded from the Plaintiff Settlement Class are those individual consumers who timely and validly request exclusion from the Plaintiff Settlement Class.

For the reasons set forth in the accompanying Joint Memorandum, the MDL Plaintiffs request that the Court provisionally certify that class, solely for the purposes of the Proposed Settlement.

3. The Proposed Settlement also contemplates that the parties would provide notice of the Proposed Settlement to the above-referenced class, pursuant to Rule 23(e)(1)(B), so that members of that class would have an opportunity to be heard in connection with the Proposed Settlement. The parties have developed a notice program involving publication notice in a number of publications, notices that Trans Union will provide to its customers as "consumer disclosures" in the course of its business, notice via an internet website, and notice via a toll-free telephone number. A description of the notice program, and an analysis of its effectiveness, is found in the Notice Plan (Exhibit B). Copies of the notice forms, and samples of the website and call-in systems, are found at Exhibits C-G. With their Joint Memorandum in support of this motion, the parties are also submitting affidavits in support of the Notice Plan. For the reasons set forth in the Notice Plan, and for the reasons set forth in the accompanying Joint Memorandum, the Court should approve the Notice Plan as reasonable under Rule 23(e)(1)(B) and should direct notice to the class members pursuant to that Notice Plan.

4. The MDL Plaintiffs further request that the Court schedule a Fairness Hearing, and set a schedule for written submissions in advance of that Fairness Hearing, so that class

members may be heard on the Proposed Settlement, and so that the Court may consider whether the Proposed Settlement is fair, reasonable and adequate under Rule 23(e)(1)(C).

5. In connection with the Proposed Settlement, the following materials are submitted in the Appendix to this Motion:

<u>Exhibit</u>	<u>Description</u>
A	Stipulation of Settlement (dated September 28, 2007)
B	Proposed Notice Plan
C	Notice of Proposed Settlement (Short Form)
D	Notice of Proposed Settlement (Long Form)
E	Notice of Proposed Settlement (Consumer Disclosure Version)
F	Sample of Website for Class Members Access to the Notice
G	Sample of Script for Automated Toll-Free Telephone System for Providing Access to Notice
H	Claim Form
I	Draft of Order Granting Preliminary Approval to Proposed Settlement

6. For the reasons set forth in accompanying Joint Memorandum, the MDL Plaintiffs request that the Court enter an Order preliminarily approving the Proposed Settlement, in a form substantially similar to the Draft Order that appears at Exhibit I.

WHEREFORE, the MDL Plaintiffs seek an Order:

- (a) Preliminarily approving the Proposed Settlement, as set forth in the Stipulation (Exhibit A);
- (b) Conditionally certifying the Plaintiff Settlement Class under Rule 23(b)(3), as defined above, solely for the purposes of the Proposed Settlement;

- (c) Approving the Proposed Notice Plan (Exhibit B), the forms of the notice to the class members (Exhibits C through G), and the Claim Form (Exhibit H), and directing that notice be given to the class pursuant to the Proposed Notice Plan;
- (d) Setting dates for written submissions, and for a Final Hearing, on whether to approve the Proposed Settlement under Rule 23(e)(1)(C) of the Federal Rules of Civil Procedure; and
- (d) Granting such other relief as the Court deems just and proper.

RESPECTFULLY SUBMITTED,

/s Jon W. Borderud

September 28, 2007

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CERTIFICATE OF SERVICE

I certify that on September 28, 2007, I caused a copy of the foregoing Motion to be served upon Counsel of Record via the Court's Electronic Case Filing system. In addition, I sent a courtesy copy of this Motion, by e-mail, to the Counsel listed below on September 28, 2007.

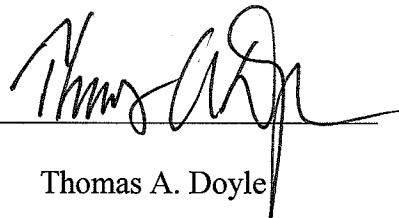
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Further, I caused a courtesy copy of the Motion to be sent by electronic mail, and a courtesy copy of the Exhibits to the Motion to be sent by overnight delivery, to the Counsel listed below.

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